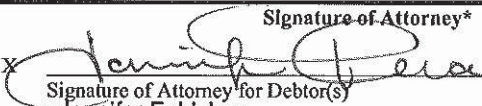
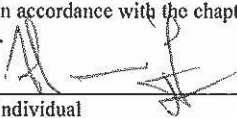


UNITED STATES BANKRUPTCY COURT Southern District of New York		VOLUNTARY PETITION
Name of Debtor (if individual, enter Last, First, Middle): KIT digital, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): Virilifect Industries, Inc.; Roo Group, Inc.		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): EIN: 11-3447894		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 26 West 17th Street, 2nd Floor, New York, New York <div style="text-align: right;">ZIP CODE 10011</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: New York County		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div>		<div style="text-align: right;">ZIP CODE</div>
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input checked="" type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): KIT digital, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
<p style="text-align: center;">Exhibit C</p> <p>Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input checked="" type="checkbox"/> No.</p>			
<p style="text-align: center;">Exhibit D</p> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.</p>			
<p style="text-align: center;">Information Regarding the Debtor - Venue (Check any applicable box.)</p> <p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p>			
<p style="text-align: center;">Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</p> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right; margin-right: 100px;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right; margin-right: 100px;">_____ (Address of landlord)</p> <p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>			

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): KIT digital, Inc.
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X  Signature of Attorney for Debtor(s) Jennifer Feldsher</p> <p>_____ Printed Name of Attorney for Debtor(s) Bracewell & Giuliani LLP</p> <p>_____ Firm Name</p> <p>1251 Avenue of the Americas, 49th Floor New York, NY 10020</p> <p>_____ Address (212) 508-6100</p> <p>_____ Telephone Number April 25, 2013</p> <p>_____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Signature</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X  Signature of Authorized Individual Fabrice Hamaide</p> <p>_____ Printed Name of Authorized Individual Chief Executive Officer</p> <p>_____ Title of Authorized Individual April 25, 2013</p> <p>_____ Date</p>	

CERTIFICATE OF CORPORATE RESOLUTION

KIT DIGITAL, INC.

April 25, 2013

I, Fabrice Hamaide, Chief Financial Officer of KIT digital, Inc., a Delaware corporation (the “**Corporation**”), do hereby certify that: (a) I am the duly elected, qualified and acting Chief Financial Officer; (b) the following resolutions were duly adopted at a meeting of the special committee (the “**Special Committee**”) of the Board of Directors of the Corporation as of April 25, 2013 in accordance with the requirements of applicable law; and (c) said resolutions have not been amended, modified or rescinded and are in full force and effect as of the date hereof:

WHEREAS, the Special Committee has evaluated the Corporation’s alternatives in connection with a possible restructuring and has determined that the filing of a voluntary petition for relief under chapter 11 of title 11 of the United States Code by the Corporation is in the best interest of the Corporation and its stakeholders;

RESOLVED, that the Corporation shall be, and it hereby is, authorized to file a voluntary petition (the “**Petition**”) for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) for the Corporation, in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”). The Corporation is further authorized to perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effect any of the foregoing and the performance of such acts to constitute conclusive evidence of the reasonableness, advisability, expedience, convenience, appropriateness or necessity thereof;

FURTHER RESOLVED, that the chief financial officer and the interim corporate counsel of the Corporation (together, the “**Designated Officers**”) shall be, and each of them, acting alone, hereby is, authorized, directed and empowered on behalf of, and in the name of, the Corporation to: (a) execute, acknowledge, deliver and verify the Petition and all other ancillary documents, cause the Petition to be filed with the Bankruptcy Court and make or cause to be made, prior to execution thereof, any modifications to the Petition or ancillary documents as any such Designated Officer, in such officer’s discretion, deems necessary or desirable to carry out the intent and accomplish the purposes of these resolutions; (b) execute, acknowledge, deliver, verify and file or cause to be filed all petitions, schedules, statements, lists, motions, applications and other papers or documents necessary or desirable in connection with the foregoing; and (c) execute, acknowledge, deliver and verify any and all other documents necessary or appropriate in connection therewith or to administer the Corporation’s chapter 11 case in such form or forms as any such Designated Officer may approve; and the actions of any Designated Officer taken pursuant to this resolution, including the execution, acknowledgment, delivery and verification of the Petition and all ancillary documents and all other agreements, certificates, instruments, guaranties, notices and other documents, shall be conclusive evidence of such Designated Officer’s approval and the necessity or desirability thereof;

FURTHER RESOLVED, that the Designated Officers shall be, and each of them hereby is, authorized, directed and empowered to retain, on behalf of and in the name of, the Corporation such professionals, including attorneys, accountants, financial advisors, investment bankers, actuaries, consultants or brokers, in each case as in such Designated Officer's or Designated Officers' judgment may be necessary or desirable in connection with the Corporation's chapter 11 case and other related matters, on such terms as such officer or officers shall approve, and such Designated Officer's or Designated Officers' retention thereof shall constitute conclusive evidence of such officer's or officers' approval and the necessity or desirability thereof;

FURTHER RESOLVED, that the law firm Bracewell & Giuliani LLP, and any additional co-counsel or special or local counsel selected by a Designated Officer, if any, shall be, and hereby are, authorized, empowered and directed to represent the Corporation, as debtor and debtor in possession, in connection with any chapter 11 case commenced by or against it under the Bankruptcy Code;

FURTHER RESOLVED, that it is in the best interest of the Corporation to engage in, and the Corporation will obtain benefits from, that certain plan support agreement (the "***Plan Support Agreement***") dated as of April 16, 2013, by and among the Corporation, JEC Capital Partners, LLC, Stichting Bewaarder Ratio Capital Partners and Prescott Group Capital Management, L.L.C., and such other documents, agreements, instruments and certificates as may be required by the Plan Support Agreement;

FURTHER RESOLVED, that it is in the best interest of the Corporation to engage in, and the Corporation will obtain benefits from, the lending transactions under the that certain debtor in possession credit agreement in an aggregate principal amount of approximately \$3,000,000 (together with the exhibits and schedules annexed thereto, the "***DIP Agreement***"), to be entered into by and among the Corporation and JEC II Associates, LLC, subject to approval by the Bankruptcy Court;

FURTHER RESOLVED, that the form, terms and provisions of the DIP Agreement and the Plan Support Agreement, substantially in the form presented to the Special Committee, and the Corporation's performance of its obligations under the DIP Agreement and the Plan Support Agreement, and the related documents, are hereby, in all respects confirmed, ratified and approved;

FURTHER RESOLVED, that any Designated Officer is hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to cause the Corporation to negotiate and approve the terms, provisions of and performance of, and to prepare, execute and deliver the DIP Agreement and each of the instruments, certificates, notices and documents contemplated hereby and thereby, in the name and on behalf of the Corporation under its corporate seal or otherwise, and such other documents, agreements, instruments and certificates as may be required by the DIP Agreement;

FURTHER RESOLVED, that the Corporation be, and hereby is, authorized to incur the obligations under the DIP Agreement and to undertake any and all related transactions (collectively, the “*Financing Transactions*”);

FURTHER RESOLVED, that any Designated Officer is hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to take such actions and execute and deliver (a) each and any of the DIP Agreement documents and such agreements, certificates, instruments, guarantees, notices and any and all other documents, including, without limitation, fee letters and agreements relating to the issuance and cash collateralization of letters of credit, as the Designated Officer may deem necessary or appropriate to facilitate the Financing Transactions (collectively, the “*Financing Documents*”); and (b) such other instruments, certificates, notices, assignments and documents as may be reasonably requested JEC II Associates, LLC;

FURTHER RESOLVED, that in connection with the transactions contemplated in the preceding resolutions, any Designated Officer is hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to make any filings with any governmental agency necessary or desirable in order to carry out fully the intent and accomplish the purposes of the foregoing resolutions; and such filings shall be conclusive evidence that the same are authorized hereby; and that any and all such filings heretofore or hereafter made by such designated officers within the terms of these resolutions be, and they hereby are, adopted, affirmed, approved and ratified in all respects as the official filing of the Corporation;

FURTHER RESOLVED, that any Designated Officer is hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to take all such further actions including, without limitation, to pay all fees and expenses, in accordance with the terms of the Financing Documents, which shall in their sole judgment be necessary, proper or advisable to perform the Corporation’s obligations under or in connection with the DIP Agreement or any of the other Financing Documents and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions;

FURTHER RESOLVED, that any Designated Officer is hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions and extensions of the Financing Documents and the Plan Support Agreement which shall in their sole judgment be necessary, proper or advisable; and be it further

FURTHER RESOLVED, that all acts heretofore lawfully done or actions heretofore lawfully taken or to be taken by any officer or officers of the Corporation in connection with the purpose, intent or implementation of these resolutions in all respects are hereby ratified, confirmed and approved; and

FURTHER RESOLVED, that any Designated Officer is hereby authorized to certify and deliver, to any person to whom such certification and delivery may be deemed necessary or appropriate in the opinion of such Designated Officer, a true copy of the foregoing resolutions.

In WITNESS WHEREOF, the undersigned has caused this certificate to be executed as of this 25th day of April, 2013.

A handwritten signature in black ink, appearing to be 'F. Hamaide', written over a horizontal line.

Fabrice Hamaide
Chief Financial Officer
KIT digital, Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

KIT digital, Inc.,

Debtor.

Chapter 11

Case No. 13-_____ (___)

LIST OF CREDITORS
HOLDING THE 30 LARGEST UNSECURED CLAIMS

KIT digital, Inc. (the “Debtor”) filed a petition in this Court on the date hereof for relief under chapter 11 of title 11 of the United States Code. The following list of the 30 largest unsecured creditors of the Debtor (the “Top 30 List”) is based on the Debtor’s books and records as of approximately April 25, 2013 and was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtor’s chapter 11 case. The Top 30 List does not include: (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101(31); or (2) secured creditors. The information presented in the Top 30 List shall not constitute an admission by, nor is it binding on, the Debtor.

	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS	NAME, FAX NUMBER, EMAIL ADDRESS AND COMPLETE MAILING ADDRESS OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM <i>(bond debt, trade debt, bank loan, government contracts, etc.)</i>	INDICATE IF CLAIM IS CONTINGENT, UNLIQUIDATED, DISPUTED, OR SUBJECT TO SETOFF	AMOUNT OF CLAIM <i>(if secured, also state value of security)</i>
1.	JONES DAY 222 East 41st Street New York, NY 10017	Marilyn W. Sonnie (212) 755-7306 222 East 41st Street New York, NY 10017 pjvillareal@jonesday.com	Legal Services		\$1,582,542.02
2.	GRANT THORTON 666 Third Avenue New York, NY 10017	Christine Verdejo (212) 370-4520 666 Third Avenue New York, NY 10017 christine.verdejo@us.gt.com	Consulting Services	Contingent, disputed and subject to setoff	\$804,202.00

	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS	NAME, FAX NUMBER, EMAIL ADDRESS AND COMPLETE MAILING ADDRESS OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM <i>(bond debt, trade debt, bank loan, government contracts, etc.)</i>	INDICATE IF CLAIM IS CONTINGENT, UNLIQUIDATED, DISPUTED, OR SUBJECT TO SETOFF	AMOUNT OF CLAIM <i>(if secured, also state value of security)</i>
3.	CTPARTNERS 2 Shenton Way SGX Centre 1, #09-01 068804 Singapore	Tanja Iannarelli (212) 688-5754 2 Shenton Way SGX Centre 1, #09-01 068804 Singapore tiannarelli@ctnet.com	Recruiting Services		\$570,445.36
4.	AKAMAI TECHNOLOGIES, INC. PO Box 26590 New York, NY 10087-6590	Josh Phalen PO Box 26590 New York, NY 10087-6590 tunagara@akamai.com	Trade Payable		\$362,492.82
5.	ALVAREZ & MARSAL 55 West Monroe Street, Suite 4000 Chicago, IL 60603	Jonathan Vanderveen (205) 994 3601 55 West Monroe Street, Suite 4000 Chicago, IL 60603 jvanderveen@alvarezandmarsal.com	Consulting Services		\$312,582.00
6.	DELOITTE & TOUCHE LLP 695 Town Center Drive, Suite 1200 Costa Mesa, CA 92626	Mark J. Motloch (714) 436-7200 695 Town Center Drive, Suite 1200 Costa Mesa, CA 92626 mmotloch@deloitte.com	Accounting Services		\$245,356.96
7.	ROTTENBERG LIPMAN RICH, PC 369 Lexington Avenue 16th Floor New York, NY 10017	Harry W. Lipman, Esq. (212) 867-1914 369 Lexington Avenue 16th Floor New York, NY 10017 kriffle@rlrpclaw.com	Legal Services		\$241,629.12

	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS	NAME, FAX NUMBER, EMAIL ADDRESS AND COMPLETE MAILING ADDRESS OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM <i>(bond debt, trade debt, bank loan, government contracts, etc.)</i>	INDICATE IF CLAIM IS CONTINGENT, UNLIQUIDATED, DISPUTED, OR SUBJECT TO SETOFF	AMOUNT OF CLAIM <i>(if secured, also state value of security)</i>
8.	TECH MAHINDRA INC. 2140 Lake Park Blvd, Suite 300 Richardson, TX 75080-2294	Indu Prakash (972) 991-3776 2140 Lake Park Blvd, Suite 300 Richardson, TX 75080-2294 hbehra@TechMahindra.com	Trade Payable		\$180,000.00
9.	DOAR COMMUNICATIONS INC. 170 Earle Avenue Lynbrook, NY 11563	Paul Neale (516) 537-0981 170 Earle Avenue Lynbrook, NY 11563 kryu@doar.com	Consulting Services		\$161,211.75
10.	DELAWARE SECRETARY OF STATE # 51-6000279 Division of Corporations P.O Box 5509 Binghamton, NY 13902-5509	Fax: (302)739-3812 Division of Corporations P.O Box 5509 Binghamton, NY 13902- 5509 DOSDOC_Ftax@state.de.us	Franchise Tax		\$147,868.26
11.	ROPES & GRAY LLP Prudential Tower 800 Boylston Street Boston, MA 02199-3600	Jeffrey R. Katz (617) 951-7050 Prudential Tower 800 Boylston Street Boston, MA 02199-3600 Jeffrey.Katz@ropesgray.com	Legal Services		\$142,575.32
12.	BAKER & MCKENZIE LLP 300 East Randolph Street Suite 5000 Chicago, IL 60601	Richard Fink (312) 861-2899 300 East Randolph Street Suite 5000 Chicago, IL 60601 Richard.Fink@bakermckenzie.com	Legal Services		\$134,217.17
13.	LEVEMENTUM, LLC 55 N. Arizona Place Suite 203 Chandler, AZ 85225	Kim Carrigan 55 N. Arizona Place Suite 203 Chandler, AZ 85225 dbaier@levementum.com	Trade Payable		\$105,136.89

	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS	NAME, FAX NUMBER, EMAIL ADDRESS AND COMPLETE MAILING ADDRESS OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM <i>(bond debt, trade debt, bank loan, government contracts, etc.)</i>	INDICATE IF CLAIM IS CONTINGENT, UNLIQUIDATED, DISPUTED, OR SUBJECT TO SETOFF	AMOUNT OF CLAIM <i>(if secured, also state value of security)</i>
14.	ALLEN & COMPANY 711 Fifth Ave New York, NY 10022	Richard Fields 711 Fifth Ave New York, NY 10022 scodner@intralinks.com	Consulting Services	Contingent, disputed and subject to setoff	\$105,000.00
15.	KIT DIGITAL SWEDEN Drottninggatan 92-94, 111 36 111 36 Stockholm, Sweden	Elin Askfelt Drottninggatan 92-94, 111 36 111 36 Stockholm, Sweden Jaroslava.pavlikova@kit- digital.com	Trade Payable		\$104,625
16.	PRICEWATERHOUSECOOPERS CZ Katerinska 40/466 120 00 Praha 2 Czech Republic	Marta Pankiv Katerinska 40/466 120 00 Praha 2 Czech Republic igor.wotke@cz.pwc.com	Consulting Services		\$103,982.37
17.	EQUINIX, INC. 301 Velocity Way, 5th Floor Foster City, CA 94404-4803	Tim Horton 301 Velocity Way 5th Floor Foster City, CA 94404-4803 vnguyen@equinix.com	Trade Payable		\$98,318.50
18.	JB LEGAL CONSULTING FZ- LLC P.O.BOX 487928 Dubai United Arab Emirates	Rima Jameel 971 (0) 9 243 1680 P.O.Box 487928 Dubai United Arab Emirates RJ@jblegal.me	Legal Services	Disputed	\$92,399.57
19.	BE BRANDS PTY LTD Were Street LPO PO Box 9035 Brighton Vic 3186 Australia	Robyn Nelson Were Street LPO PO Box 9035 Brighton Vic 3186 Australia robyn.nelson@bebrands.com	Trade Payable		\$90,117.30

	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS	NAME, FAX NUMBER, EMAIL ADDRESS AND COMPLETE MAILING ADDRESS OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM <i>(bond debt, trade debt, bank loan, government contracts, etc.)</i>	INDICATE IF CLAIM IS CONTINGENT, UNLIQUIDATED, DISPUTED, OR SUBJECT TO SETOFF	AMOUNT OF CLAIM <i>(if secured, also state value of security)</i>
20.	BALAJI SOFTWARE 55, Juhu Supreme Shopping Center Gulmohar Cross Rd No. 9 Juhu Scheme Mumbai 400049 India	Snehal Vaidya 55, Juhu Supreme Shopping Center Gulmohar Cross Rd No. 9 Juhu Scheme Mumbai 400049 India snehal.vaidya@balajisoftware.in	Trade Payable		\$89,640.40
21.	CDW DIRECT – CORP Po Box 75723 Chicago, IL 60675	Lisa Hansen PO Box 75723 Chicago, IL 60675 Lisahan@cdw.com	Trade payable		\$80,527.12
22.	REED SMITH 599 Lexington Avenue, 22nd Floor New York, NY 10022599	(650) 352-0699 1510 Page Mill Road Suite 110 Palo Alto, CA 94304	Legal services		\$75,396.91
23.	AMERICAN APPRAISAL ASSOCIATES INC. 411 East Wisconsin Avenue Milwaukee, WI 53202411	Nancy Cruz 411 East Wisconsin Avenue Milwaukee, WI 53202411 Rogers@american-appraisal.com	Consulting services		\$70,597.22
24.	IDG CONNECT PO BOX 370087 Boston, MA 02241	Todd Hall Po Box 370087 Boston, MA 02241 Monica_goddard@idg.com	Technology services		\$70,520.00
25.	DIGITAL DISTRIBUTION NETWORK – CORP Str Splai Bahlui Nr 53b 700031 Iasi, Jud. Iasi Romania	Gabriel Mirea Str splai bahlui nr 53b 700031 Iasi, Jud. Iasi Romania Gabi@ddnet.ro	Trade payable		\$69,419.20

	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS	NAME, FAX NUMBER, EMAIL ADDRESS AND COMPLETE MAILING ADDRESS OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (bond debt, trade debt, bank loan, government contracts, etc.)	INDICATE IF CLAIM IS CONTINGENT, UNLIQUIDATED, DISPUTED, OR SUBJECT TO SETOFF	AMOUNT OF CLAIM (if secured, also state value of security)
26.	PRICEWATERHOUSE COOPERS THAILAND 15th Floor Bangkok City Tower 179/74-80 South Sathorn Road Bangkok 10120 Thailand	Sirisuk (Nicky/ Aor) manmettakul 15th Floor Bangkok City Tower 179/74-80 South Sathorn Road Bangkok 10120 Thailand Panadda.pholphakwaen@th.pwc.com	Consulting services		\$64,835.16
27.	EDELMAN A & R Edelman JP Morgan Chase NA 23714 Network Place Chicago, IL 60673-1237	Raquel Soto A & R Edelman JP Morgan Chase NA 23714 Network Place Chicago, IL 60673-1237 raquel.soto@edelman.com	Public relations		\$60,000.00
28.	CIGNA HEALTH & LIFE INSURANCE COMPANY 13680 Collections Center Drive Chicago, IL 60693	Howard Metzger 13680 Collections Center Drive Chicago, IL 60693 Cignaglobalhealthbenefitsbilling@cigna.com	Insurance		\$59,993.11
29.	BLACK LOWE & GRAHAM 701 Fifth Avenue Suite 4800 Seattle, WA 98104	Richard Black (206) 381-3301 701 Fifth Avenue Suite 4800 Seattle, WA 98104 Black@blacklaw.com	Legal services		\$59,971.50
30.	HOGAN LOVELLS 11th Floor, One Pacific Place 88 Queensway Hong Kong China	Jun Wei 11th Floor, One Pacific Place 88 Queensway Hong Kong China Phone +852 2219 0888 Fax +852 2219 0222S	Legal services		\$59,103.56

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

KIT digital, Inc.,

Debtor.

Chapter 11

Case No. 13-[] ([])

**DECLARATION REGARDING CONSOLIDATED LIST OF
CREDITORS HOLDING THE 30 LARGEST UNSECURED CLAIMS**

I, Fabrice Hamaide, Chief Financial Officer of the above-captioned Debtor, declare under penalty of perjury that I have reviewed the foregoing "List of Creditors Holding the 30 Largest Unsecured Claims" and that it is true and correct to the best of my knowledge, information and belief.

Date: April 25, 2013

Signature



Fabrice Hamaide
Chief Financial Officer
KIT digital, Inc.

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re KIT digital, Inc.,) Case No. _____
 Debtor)
)
) Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 001-34437.

2. The following financial data is the latest available information and refers to the debtor's condition on April 22, 2013.

a. Total assets	\$	<u>24,000,000.00</u>	
b. Total debts (including debts listed in 2.c., below)	\$	<u>29,000,000.00</u>	
c. Debt securities held by more than 500 holders:		Approximate number of holders:	
secured <input type="checkbox"/>	unsecured <input checked="" type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
d. Number of shares of preferred stock		<u>0</u>	<u>0</u>
e. Number of shares common stock		<u>150,000,000</u>	

Comments, if any:

Of the 150,000,000 authorized shares of common stock, 60,893,809 are issued and outstanding.

3. Brief description of debtor's business:

KIT digital, Inc., through its operating subsidiaries, provides software solutions that enable its customers to manage and distribute video content through Internet websites, mobile and tablet devices and both closed network Internet Protocol television and over-the-top connected television environments.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: _____

Prescott Group Capital Management, LLC; JEC II Associates, L.L.C.; Roark, Rearden & Hamot Capital Management, L.L.C.